

HE-MAN #9 - "The Ties That Bind"

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EXT. BATTLEGROUND, CRAGGY TERRAIN NEAR GRAYSKULL - DAY

ESTABLISHING - The aftermath of a battle -- smoke and scorched earth -- In f.g. battle weary RAM MAN and MAA meet. In b.g., mostly smoke, faint glimpses and sounds of the MASTERS driving away the mostly unseen, retreating Skeletor forces. (NOTE: Pacing of all this should be quick, and have the feeling of "handheld CAMERA"...E.R.-meets-Platoon)

RAM MAN

(above the din) Teela's been wounded!

MAA - tightens his jaw, a father's worst nightmare, but they're soldiers too.

MAN AT ARMS

(tightens his jaw) How badly?

RAM MAN just shakes his head. MAA leans into his face, snaps at him.

MAN E FACES

Ram Man! How badly?

RAM MAN

I...don't know.

MAA looks up, sees STRATOS flying past with a limp TEELA in his arms -- heading towards a clearing, on a rise -- clear of the smoke, maybe a hundred yards away. MAA RACES OS.

EXT. CLEARING - CONTINUOUS

STRATOS lands, places the limp TEELA on the soft grass -- MEKANEK and MAN E FACES swarm her like a M.A.S.H. UNIT, all worried faces. <keep up the handheld camera feeling, the pace, the canted angles>

TEELA stirs, though she's clearly badly wounded (under her torso armor, but we see some signs of blood) and hurt. PUSH IN - she's woozy, in and out of consciousness, fleeting images in her brain flash back to minutes before:

EXT. BATTLEFIELD- MINI-FLASHBACK - MINUTES BEFORE

MINI-FLASHBACK - WIDE ON - battlefield action. MOS. (no sound) Masters vs. Skel's forces. Lotsa smoke.

CAMERA (TEELA) POV - AMID THE SMOKE, HE MAN leads the charge against BEASTMAN, CLAWFUL and WHIPLASH, battling fiercely, shield and sword whomping and swinging balletically.

HE-MAN spins, calls out to CAMERA (MOS) - urgently. We see him mouthing the words, alarmed: "TEELA!"

CAMERA (TEELA) POV spins -- to SEE: TRIKLOPS letting loose an eyeblast as TRAPJAW comes diving/spinning Matrix-like over a rise, his ARM CANNON firing.

CAMERA POV - BLASTS come at CAMERA, (which is TEELA'S POV) which falls with a BLUR to the ground, and then BLACKNESS.

END OF FLASHBACK

EXT. CLEARING - BACK TO PRESENT

ON TEELA - stirring, as if reliving "taking the hit". Mekanek is crouched by her, Man E ROBOT robotically and efficiently applying bandages. *<we see some blood.>*

MAA plows his way in, sees her, draws back. Relief that she's alive -- horror at seeing how she's been wounded.

MAN E ROBOT

She-needs-blood-lots-of-it. (spins to human face, offers his arm) Take mine.

MEKANEK - rolls up his sleeve.

MEKANEK

Take mine.

OTHER MASTERS - BUZZ OFF & RAM MAN (entering scene) without a thought, offer their arms. They'd do anything for this girl.

MAA - glancing down at her, shakes his head, troubled... distraught.

MAN AT ARMS

It's not that simple.

STRATOS steps in, noble, ready.

STRATOS

I'll fly her anywhere you say, and pity anyone who gets in my path.



MAA looks - into the distance -- past the fog shrouded cliff...as CAMERA WHOOSHES and RACES, to the very face of CASTLE GRAYSKULL!

INT. GRAYSKULL - CONT.

The SORCERESS gazing out the window -- feeling, knowing all this.

SORCERESS

Bring her.

EXT. CLEARING - CONT.

BACK ON MAA - still glancing at distant Grayskull, getting the Sorceress's telepathic message.

SORCERESS (VO)

Bring her at once.

MAA kneels down...lifts Teela, his child, limp in his arms, heads off past the others, towards Grayskull.

INT. MYSTIC SURROUNDINGS (GRAYSKULL INTERIOR) - SOON

MATCH DISSOLVE TO: CLOSE ON TEELA - feverishly going in & out of consciousness. She looks OS in her weakened woozy state.

TEELA'S BLURRY KALEIDOSCOPE POV - mystic, multiple ethereal images of a figure (SORCERESS): moving in clock-wise kaleidoscopic motion...

TEELA - the weak, warrior-woman-child looks harder, but it's hard to make out the figure...but she ALSO NOW SEES (keep this all blurry and kaleidoscopic) some sort of golden glowing strand, umbilical-like (MOTHER-DAUGHTER SYMBOLISM HERE FOLKS)...going from the figure (Sorceress) into Teela. (i.e. some non-bloody, mystic version of blood transfusion is going on.)

Teela passes back out, as we MATCH DISSOLVE TO:

INT. ROOM IN ETERNIA PALACE - LATER

MATCHING - TEELA is on a bed. She's now in the Palace (where exactly TBD -- Queen Marlana's bedroom -- medical room?) She stirs awake -- in a woozy state to see:

RAM MAN - holding 3 daisy-like flowers. Behind him is MAN E FACES...Several feet back is MEKANEK. (ala Dorothy in bed, recovering after her visit to Oz) They all wear concerned, but "cheering up" expressions. She hears RAM MAN speak, but then

afterwards “hears” an echoe-y “voice,” not at first realizing it’s telepathic; she’s reading the Masters’ odd, comical thoughts.

Teela looks puzzled.

TEELA
(weak, dreamy) Huh?

RAM MAN (PARTIAL V.O.)

How ya’ doing kid? Brought ya these. (then) *“Wonder if I could knock that wall down with my head?”*

MAN E ROBOT - steps in.

MAN E ROBOT (PARTIAL V.O.)
We all knew you’d be fine. (then, as he pivots to human face, in VO) *“This room reminds me of my great sick-bed scene in ‘The Countess of Eternia.’”*

TEELA
(woozy) “Countess of” *what?* What are you--

MAN E FACES reacts wide-eyed, surprised.

MEKANEK extends his neck so his head’s between the other two guys, as he sottos -- “head gestures” they should all exit.

MEKANEK
(sottos) She needs rest.

<NOTE: All the above should play as very hallucinatory, dreamlike...fading in and out... almost as if we, the audience, are experiencing it along with Teela.>

EXT. PALACE HALLWAY - CONT.

As a puzzled MAN E FACES exits the room into the hallway, he runs into MAA, who’s hurriedly approaching, worry on his face.

MAN AT ARMS
(worried) How is she--?

MAN E FACES

Okay. (then) More than okay. I think she...read my mind.

MAA ponders this as Man E heads off. MAA gets to doorway, peers in -- sees Teela drifting in & out, woozy. A NURSE is arranging the flowers, sniffs them, has a thought. Although Teela's eyes are closed and nothing is said, Teela responds:

TEELA

(woozy, barely conscious)

Your husband gave you a bouquet of those when you first met...

THE NURSE does a doubletake -- she said nothing.

IN HALLWAY - MAA takes a step back, considering. Just then, ADAM comes up.

ADAM

So how's our--

MAA stops him cold, indicates Adam can't go in.

MAN AT ARMS

You can't go in there. Something's happened.

ADAM shrugs - as if to say "like I don't know?"

ADAM

No kidding. I was there, remember? I mean, He-Man was...

MAN AT ARMS

I think Teela's telepathic.

ADAM is surprised, then gets the implication.

ADAM

Telepathic? Since when?

MAN AT ARMS

The Sorceress's blood.

ADAM

(realizing) So

that means she'd be able to—

MAA interrupts, nods.

MAN AT ARMS

Yes, if she tuned into your brain, she would know
your deepest secret.

ADAM gets it, starts to head out, then pauses:

ADAM

What about you? You know about He-Man, too.

MAA makes a dismissive gesture.

MAN AT ARMS

I've studied the ways of the Elders, learned to guard
my thoughts and feelings.

ADAM

Now there's a surprise.

OFF MAA'S arched eyebrow look, ADAM hurries off. MAA heads into the room.

INT. ROOM IN ETERNIA PALACE- SOON

Teela awakens, woozy but confused. She sees: MAA by her beside. He smiles. She
smiles faintly.

TEELA

Father. Did I dream it -- what was that strange place
-- who was that...

TEELA winces in pain from her wounds.

MAA - seeing her in pain, considers, then tells her the truth.

MAN AT ARMS

The place, Castle Grayskull. The person, is known
as...the Sorceress.

Teela - still very weak, but troubled.

TEELA

Something else. I imagined hearing voices, *inner*
voices, from the Masters...(alarmed) Did I suffer
some sort of head trauma, or...or...

MAA pats her, reassures her.



MAN AT ARMS

No, No...You're fine. (then) You were not imagining those voices.

TEELA calms a bit, but this is a puzzle.

TEELA

Does it have anything to do with this Sorceress?

MAA gives a vague answer, then heads for the window, as Teela "picks up" an MAA thought:

MAN AT ARMS (PARTIAL "VO")

I believe so. (then, as he heads for window, his VO)
"I hope she won't ask any more. I must guard my--"

Teela interrupts, confronts MAA:

TEELA

Who is she?

MAA shakes his head, but his thoughts betray him:

MAN AT ARMS (VO)

"She is your--"

ON TEELA - Suddenly, the MAA/Teela thoughts are "jammed" -- as another "voice" breaks in telepathically:

SORCERESS (VO)

You mustn't ask such questions, Teela. Not now.
Not yet. You must rest.

TEELA is confused and still in pain from her injury and tormented by this puzzle.

TEELA

I don't understand...any of this.

MAA can't stand seeing his adopted daughter in this state, wounded and knowing something's being withheld from her...He's about to say something, when the woozy,delirious TEELA again slips into unconsciousness.

MAA leans down & gently kisses her forehead. He straightens up -- CAMERA pushes in, as he half turns, clenching his jaw.

EXT. SNAKE MTN - SAME TIME

PUSH IN, past gnarled vegetation, lava flows....dark ominous mist...to Skeletor's Mountain Lair.

INT. SNAKE MOUNTAIN THRONE ROOM - CONTINUOUS

SKELETOR on his throne, addresses his OS minions. His HAVOC STAFF glows ominously.

SKELETOR

The battle with the Masters did not work out as planned...

REVERSE - THE WARRIORS cower, and nod, gulping, certain they're gonna be punished.

BACK ON SKELETOR - his mood lightens.

SKELETOR

But it was no defeat either. Man At Arm's precious daughter is out of commission.

THE WARRIORS now nod hopefully, eagerly: that's right.

BACK ON SKELETOR - near the end of his dialog, he notices EVIL-LYN is not paying attention.

SKELETOR

Thus weakened, they shan't be prepared for another attack so soon. (building) More Masters will fall...Grayskull and its secrets will finally be-- (suddenly) Evil-Lyn, do I bore you?

EVIL-LYN, however, is observing the glowing tip of her MAGIC STAFF as if it's picking up some sort of mystic signal. Shakes her head- a cursory "no," even as she crosses to a window.

EVIL-LYN

(sarcastic)

Bore me? Impossible.

EVIL-LYN sticks her staff out the window -- its top glows a bit stronger now, as if it were an "antenna" picking up a signal. As she holds it out with one hand, she puts her other hand to her temple, getting a mental "read".

EVIL-LYN

(musing) Someone in Eternia with telepathic powers. A female...and a real novice -- unable to even shield her frequency.

Evil-Lyn realizes, gets a sly look of realization. She turns to address Skeletor.

EVIL-LYN
It's that little snipe, Teela.

SKELETOR
(raises an eyebrow) Wounded and telepathic. Interesting.

EVIL-LYN
(sly chuckle)
Yes, very. The child is playing with forces beyond her reckoning.

EVIL-LYN - the wheels are turning, she's formulating a wicked plan.

EVIL-LYN
<sly CHUCKLES, building>

SKELETOR is right with her -- he's thinking what she's thinking.

SKELETOR
<chuckles along with her>

TRAPJAW looks at TRI-KLOPS, as Skel and Evil-Lyn chuckle knowingly.

TRAPJAW
(puzzled) Did I...miss somethin'?

TRIKLOPS shrugs, then they both laugh along with Evil-Lyn and Skeletor, as if they're "in on it."

INT. CASTLE GRAYSKULL - DAY

MAA bursts thru the entrance of Grayskull. TRACK MAA - as he heads thru ruined corridors....

VARIOUS CUTS: MAA heads determined thru various vacant rooms and areas-- the place is like a maze or a chinese box.

CUT TO: MAA rounds a bend and spots: THE SORCERESS. Just a fleeting glimpse of her, as she heads off down a perpendicular corridor. MAA hurries off in that direction.

CUT TO: THE PERPENDICULAR CORRIDOR - MAA gets there and looks down it -- no sign of Sorceress. The corridor a deadend.

PUSH IN ON MAA - as he half-turns, furrows his brow thinking. He turns and looks OS...then he glances down, "realizing."

INT. CRYSTAL CHAMBER - DAY

MAA lowers into the crystal corridor -- (much the same way Adam and Sorceress did in the pilot.)

MAA spots the Sorceress: on a floating pedestal. He "leapfrogs" towards it. The Sorceress transforms to the falcon Zoar, tries to take wing, but then falls at MAA's feet and transforms back to her "human form."

SORCERESS

I'm weakened from giving blood... My power is not as it should be...

MAA - confronts her. He's in no mood for her problems.

MAN AT ARMS

We need to talk.

SORCERESS - in her slumped position, looks up at MAA.

SORCERESS

Of Teela? <shakes her head no> There is nothing to talk about.

MAN AT ARMS

You're tormenting her. You hold out your hand, then pull it back. You withhold the one thing she--

Sorceress interrupts coolly.

SORCERESS

--I am withholding nothing. Teela was injured and she needed help. I gave her all that I could offer.

MAN AT ARMS

No. The one thing she needs above all, you *refuse* to give. She needs her mother.

SORCERESS - looks away. She raises her chin, icily. And on this dramatic moment, we...

END ACT ONE*

ACT TWO

INT. ROOM IN ETERNIA PALACE - CONT.

TEELA lies in her sick bed. She REACTS as she suddenly “picks up” a telepathic message from out in the ether.

EVIL-LYN (VO)

“Yes, and by taking a roundabout route through thru the Sands of Time...

INTERCUT - SNAKE MTN. - EVIL-LYN at the window - holding up her staff with the glowing tip, her other hand to her temple. SKELETOR is in the b.g., enjoying this.

EVIL-LYN

...they will never see the attack coming.

BACK ON SCENE - TEELA looks up in alarm, realizing. We see her NURSE is arranging things (towels, a flower in a vase, whatever) in the room.

TEELA

(urgent alarm) Skeletor’s forces are about to cross the Sands of Time and stage another assault on Grayskull.

THE NURSE turns to look at Teela, very concerned.

NURSE

Miss Teela, you’ve been dreaming.

TEELA - though weak, throws off the blankets, struggles to get up. The Nurse rushes over, tries to get her back into her bed.



NURSE
You cannot...

TEELA
(weak, but determined)
--Don't tell me what I can do!

THE NURSE is flustered, worried. TEELA slumps again. The NURSE braces her.

MONTAGE - Teela being helped to get dressed (tastefully please):

> The wrist pieces come on...

> The armor or chestplate put on.

> The boots get pulled up.

>CLOSE ON TEELA'S HAND - as she grabs her Cobra Staff.

ON TEELA - as she moves TOWARDS CAMERA...then PAST CAMERA, (towards the OS DOOR) we REVEAL THE NURSE - left standing there, watching with worry and concern.

EXT. ETERNIA PALACE - CONT.

TEELA races out the palace entrance. Ram Man is on guard duty, and turns in surprise as she calls:

TEELA
Gather the Masters!

RAM MAN
Teela? Shouldn't ya be in--

TEELA
Now, Ram Man! Prepare them for battle!

RAM MAN reluctantly nods OS ...at a ROYAL GUARDSMAN -- who is the Eternian equivalent of a BUGLER. The Guardsman blows into a strange ETERNIAN INSTRUMENT.

ON BARRACKS - MEKANEK -reacting to the "call to battle," pokes his neck and head up out of an open skylight-type window.

ON BARN - ADAM yawning, pokes his head from out of the barn, to see what's up. He's been napping. MAN E FACES rushes past. ADAM looks puzzled, then heads off to follow.

TRACK ADAM - as Cringer accompanies him -- he gets to a place "around the bend" from where the Masters are assembling, but then, seeing Teela is there, draws back, signaling Cringer to do the same.

ADAM
No, Cringer. Can't let her read my mind.

WIDE ON TEELA - as MEKANEK, MAN E and RAM MAN assemble before her, she looks around, expecting others.

MEKANEK
Buzz Off and Stratos are in Avion on a--

TEELA
(interrupting) Where is my father?

THE 3 MASTERS exchange shrugs.

MEKANEK, MAN E, RAM MAN
<I don't know wallas and murmurs>

CLOSE ON TEELA - as she half turns, looks around.

INT. GRAYSKULL - SAME TIME

MATCH DISSOLVE TO: CLOSE MAA - addressing the Sorceress, who's still in her slumped position, legs tucked under her, sitting weakly.

MAN AT ARMS
If you don't tell her of her past, then I will. She deserves to know.

SORCERESS
The past, yes...

SORCERESS peers into a crystal, as we RIPPLE DISSOLVE TO:

EXT. EVERGREEN FOREST - DAY

FLASHBACK - the Sorceress gives BABY TEELA to a YOUNGER MAA.

YOUNGER MAN AT ARMS

...but she is your daughter.

SORCERESS

I cannot raise her...I have responsibilities that you cannot even imagine.

MAA takes the swaddled baby, looks at her. His eyes glow with affection.

MAN AT ARMS

I will raise her as my own. She will want for nothing. You have my word.

ON SORCERESS -as she gazes at the baby and nods sadly.

END FLASHBACK, RIPPLE DISSOLVE BACK TO:

INT. GRAYSKULL- BACK TO PRESENT

MATCHING: ON SORCERESS - she nods.

SORCERESS

You have kept your word, and for that I cannot thank you enough. I gave her away to protect her, because *I* could not. I had to--

MAN AT ARMS

(interrupting impatiently)

--Protect Grayskull. Yes I know. And you have done that well. But there are other things beyond the forces of Skeletor that can cause harm. Beyond evil minions and cannons. To rob a child of knowing who she is...

SORCERESS

(sharply)

No! Teela's destiny cannot be revealed until the time is right.

MAA gets more intense and angry.

MAN AT ARMS

I'm not speaking of her destiny, I'm speaking of her history. Teela deserves to know of her mother!

Sorceress is clearly anguished, but she has to put a halt to it:

SORCERESS

(to herself) No, I...cannot allow myself to feel such things.

Sorceress then puts adopts a chilly demeanor.

SORCERESS

Teela must not know. Not now. Not yet. There is too much at stake.

MAA scowls, prepares to leave. Then he turns to her.

MAN AT ARMS

I sometimes wonder, do you even care about the girl?

Sorceress looks at him. A beat, then quietly:

SORCERESS

I gave Teela my blood. Do you not think I have a heart?

MAN AT ARMS

Perhaps your heart has grown as hard and brittle as these crystals you surround herself with.

As MAA leaves, angrily...we HOLD ON SORCERESS - alone now in the Crystal Chamber, she slumps over, weak, but in anguish.

SORCERESS

(whispering)

Oh, but I do have a heart. And that heart is breaking.

DOWN SHOT ON SORCERESS - as her head tilts upwards towards camera and she opens her mouth and lets out a silent wail.

LONG AND WIDE - ON SORCERESS in the chamber: She cries an unearthly cry, the saddest sound in the universe -- and yet emitting no sound at all -- just a SILENT SCREAM -- so powerful that the very crystals surrounding her <NOTE: NOT the power orb, of course> shatter & break!



WIPE TO:

EXT. PALACE GROUNDS- SOON

CLOSE ON MAA - addressing Adam. Cringer by his side.

MAN AT ARMS

Gone? What do you mean gone?

ADAM

She left with the Masters, to battle Skeletor in the Sands of Time.

MAA hurries OS.

MAN AT ARMS

(urgent) We need to move.

ADAM - finds a corner, out of eyeshot of any onlookers. Cringer follows.

ADAM lifts his power sword. TRANSFORMATION SEQUENCE.

ADAM/HE-MAN

By the Power of Grayskull. I have the power!

Adam ZAPS Cringer -- into a rearing and roaring BATTLECAT! HE-MAN jumps on his back and they race off.

EXT. FRONT OF PALACE - CONT.

HE-MAN and BATTLECAT race up to the front of palace, converging with MAA who zooms in on a WINDRAIDER. HE-MAN and BATTLECAT leap aboard.

OTS WINDRAIDER - they take off, and race away from CAMERA.

EXT. SANDS OF TIME - DAY

CAMERA PANS 360 degrees - a desert-y area. Though visibility is difficult due to the wind whipping sand PAST CAMERA, it is clear that there are few places to hide: Sparse dunes, gnarled, bare sinister-looking trees. <Do we have designs for Sands of Time>

END 360 PAN ON - TEELA and the 3 MASTERS - MEKANEK, MAN E FACES and RAM MAN, looking around at all this. They have to speak loudly above the sound of the wind, as sand blows past them and gets in their eyes.

TEELA

I don't understand it....The inner voice, it told me they would be attacking, passing thru here.

THE 3 MASTERS look at each other. They respect and think the world of Teela, but...she's been injured. We see that the BASHIN' BEETLE is "parked" there, as are two BATTLE HAWKS.

MAN E MONSTER

Ya been through a lot. Maybe your mind is playin' tricks.

ON TEELA - she shoots a look at Man E., then narrows her eyes as if reading his mind. (which is exactly what she's doing.)

TEELA

(sharply) Maybe. And maybe being in the Sands of time reminds you of the three standing ovations you got at your debut performance of "Desert Knights."

MAN E pivots to human face, registers shock. TEELA pivots, addresses RAM MAN.

TEELA

And *you're* thinking about how the sand in your helmet is making your head itch.

OFF RM'S SURPRISED reaction, Teela turns sharply to MEKANEK.

TEELA

And *you're* worried that all the sand might clog up your neck apparatus. (then, with sly glint) And, oh yeah, wishing you had better powers.

The Three Masters look at each other incredulously. Then Man E. pivots to his robot face and addresses her.

MAN E ROBOT

I-think-we-believe-you.

Teela nods and smiles a bit, validated.

TEELA

Thought so. (then musing) I definitely picked up a message that Skeletor's forces were passing thru the desert. Evil-Lyn's voice rang clearly in my-- (realizes) It's a trick!

Suddenly, HUGE RIPPLING THINGS undulate and move...worm-like... thru the sand...heading their way!

ANGLE ON - a humongoid SAND CRITTER -- a giant, fierce worm-reptile with cobra-like teeth and “armored” head -- as it bursts its head up thru the sand.

THREE MORE CRITTERS pop up, ominously surrounding the MASTERS.

RAM MAN

Don't need a mind reader to tell me what I'm
thinkin' now....'Cause I'm thinkin we're in trouble.

And on RAM MAN and the MASTERS peril, surrounded by fierce Sand Critters, we...

END ACT TWO

ACT THREE

EXT. SANDS OF TIME - CONT.

THRU THE BLOWING SAND, we see: Teela and Masters face off against the fierce Sand Critters...

TEELA uses her Cobra Staff to blast back a critter, then falls back on her rump, still weak and woozy from her injury.

TEELA

<battle WALLA, struggle GRUNT, falling back,
weak GRUNT>

RAM MAN bashes into the armored head of a Critter -- and reels back dizzily, even as the Critter is knocked back a bit.

MAN E ROBOT - zaps a critter with his ROBOT BLASTER...then pivots to MAN E MONSTER and uses his Monster weapon on the same critter...both to little avail.

MEKANEK dodges one Critter's fierce, cobra-like attacks, by moving his own neck cobra-like in response. TEELA rushes in balletically to whomp the critter, weakened though she is.

EXT. ROCKY TERRAIN - SAME TIME

CLOSE ON BEASTMAN - looking pleased, as we see fast b.g. PANS indicating he's flying thru rocky terrain.

BEASTMAN

Haw! My sand pals are gettin' those Masters good,
I betcha.

WIDEN TO REVEAL - BEASTMAN'S travelling with EVIL-LYN, TRIKLOPS and TRAPJAW, flying atop TERRORACTYLS to attack Grayskull, which looms in the distance. WE SEE Skeletor TRAVELLING along the ground -- but slightly ahead of them -- in his Battle Ram Chariot.

EVIL-LYN scornfully addresses him:

EVIL-LYN
Controlling a few overgrown worms doesn't
compare to what *I've* accomplished.

CLOSE ON EVIL-LYN - gloating slyly.

EVIL-LYN
I "played" Teela perfectly. A perfect diversionary
tactic.

INT. GRAYSKULL - SAME TIME

SORCERESS gazes out the window:

SORCERESS
I sense...great evil drawing near.

SORCERESS suddenly slumps, weakened -- grabbing some object (table or "windowsill" or whatever is there) for support.

EXT. SANDS OF TIME - SAME TIME

RAM MAN employs the Bashin' Beetle & tries to defeat a critter: the vehicle's bashin' boulder piledriving the critter's armored head, so the creature gets "hammered" back down into the sand. But just as he does this, two more deadly Critters rise up from the sand!

WIDEN - TEELA, MAN E and MEKANEK look to see they're hopelessly outnumbered by the Sand Critters -- a dozen of 'em now -- that slither thru the sand, rising up like humongous cobras to strike.

A CRITTER rises up and strikes cobra-like at TEELA....when MAA suddenly comes flying in on the Windraider and WHOMP! the creature with his mace. It backs off stunned.

REVEAL HE-MAN - as he comes racing in upon Battlecat, and leaps off in a cool, deft somersault, landing behind the other Sand Critters. Quickly grabbing the writhing, huge critter that MAA stunned, by its tail, he calls to Masters.

HE-MAN

Stand clear!

THE MASTERS retreat to a position several yards back ... giving He-Man a wide berth.

HE-MAN has the critter by its tail as other critters close in poised to attack. He looks a bit surprised by the question.

THE MASTERS exchange concerned looks, then look back at He-Man.

HE-MAN dodges a few attacks, while still holding the one critter by its writhing tail. He suddenly swings it in a wide arc...WHOMPING the other critters back with the swinging critter's "armored" head. <confused, pained CRITTER FX.>

WIDE- The stung & WHOMPED CRITTERS retreat down into the sand.

HE-MAN releases the critter he used to whomp the others with, expecting it to follow suit. It looks dizzy for moment, then eyes He-Man, as if pondering whether to attack him. Then, it retreats down into the sand.

HE-MAN starts to cross to the other Masters, when the CRITTER slithers its way under the sand (we see its ominous burrow racing towards him)...

MEKANEK sees this and shouts out.

MEKANEK

He-Man...!

ON HE-MAN - the creature BURSTS upward, towering over He-Man in a fierce stance. It attacks, teeth bared: HE-MAN pivots and leaps clear, then comes out of his move with a fantastic airborne leap, WHOMPING the critter square in the chest with his two feet... THE stunned CRITTER this time recedes back into the sand for good.

CUT TO: As He-Man enters shot, MAA scolds Teela.

MAN AT ARMS

What were you thinking, Teela? (gently) Your wounds need time to heal. You should be in bed.

Teela shrugs off his concern:



TEELA

I received a telepathic message...about a Skeletor attack. (confused) It was a false message. Father, what is going on with--

TEELA suddenly gets another message: it's the Sorceress.

SORCERESS (VO)

Teela, you must warn the others -- Grayskull is about to be attacked.

TEELA reacts, takes a few steps away. She's looking very confused. MAA comes up behind her, caring, concerned.

MAN AT ARMS

What is it?

Teela faces him.

TEELA

Another message...I don't know who. (unsure) H-How can I trust...

The Sorceress's telepathy is heard again:

SORCERESS (VO)

It is the Sorceress, Teela. (weak, but firm) You know you can trust me. Touch your heart.

Teela seems puzzled by this request, but the words have an effect on her. She hesitantly puts her hand to her chest. MAA watches, not sure what's happening. TEELA hears the Sorceress:

SORCERESS (VO)

It beats as mine does.

INT. GRAYSKULL - CONT.

THE SORCERESS - touching her own heart.

SORCERESS

Just as my blood runs in your veins.

EXT. SANDS OF TIME- CONT.



TEELA calls out to the desert sand, perhaps suspecting for the first time what the Sorceress is implying.

TEELA
You mean the blood transfusion...

INT. GRAYSKULL - CONT.

SORCERESS - hearing Teela's words, is about to say something, but then "bites here tongue," cutting off the communication.

EXT. SANDS OF TIME - CONT.

TEELA - listening, waiting, but no longer hearing anything. TEELA turns and looks at MAA, whose face is full of questions.

MAN AT ARMS
What is it, Teela?

TEELA looks unsure for a second, then PUSH IN ON HER -- she's quite sure now and determined.

TEELA
Grayskull.

INT. GRAYSKULL - CONT.

SORCERESS is slumped over, weakened, but looks up as she hears the sounds of Skel's RAM CHARIOT galloping in, and the other evil minions flying atop Terordactyls, approaching Grayskull. Then, she hears SKEL'S voice booming and echoing thru the canyons as he addresses his minions.

SKELETOR (OS)
Just let those Masters try and stop me now! Once
I've breached its walls, I will use the power of
Grayskull to crush them!

PUSH IN ON SORCERESS - her demeanor gets very dark and fierce (well for her, in her mystical way) -- her protective mother instincts, her guilt, her love of her daughter all kick in.

SORCERESS
(to self) You will do no such thing.

ANGLE - THE SORCERESS draws herself up, drawing on every reserve of her power, and holds up her hands....which glow MAGICALLY and send out a forcefield.

EXT. GRAYSKULL - CONT.

WIDE - Beastman, Triklops and Trapjaw fly towards Grayskull when they're suddenly repulsed by the forcefield. (SKEL remains on his BATTLE RAM CHARIOT at the edge of the cliff that the drawbridge lowers down to meet). The Terrordactyls hit the forcefield's sparking invisible energy and they and their passengers are thrown back.

ON SKELETOR - As TRIKLOPS gets hurled back on his Terrodactyl and lands hard, beside SKEL, whose Ram Chariot rears back.

TRIKLOPS
(dazed) Forcefield.

SKELETOR
(sarcastic) How intuitive.

CLOSE ON EVIL-LYN - she hovers on her Terrordactyl & "senses" the weakness of the forcefield. She smiles slyly & calls out:

EVIL-LYN
(calls) It may be a "field", but there's very little
"force" behind it.

INT. GRAYSKULL - DAY

The Sorceress - weakened, hears the OS Warriors flying, blasting and attacking the forcefield. She rises up & turns, a look of grim determination on her face. She heads OS.

EVIL-LYN
Guess what, boys? The force
field is gone.

INT. CRYSTAL CHAMBER - SECONDS LATER

BEAUTY SHOT - The mystical crystals HUM and GLINT in the chamber.

SORCERESS - glides in on a floating pedestal, approaching...

THE ORB OF POWER - As the Sorceress settles in front of it, she has a torn look on her face: she is about do something unthinkable. The Orb HUMS dramatically. She addresses it.

SORCERESS
Forgive me Elders. I've sworn to never tamper with
this power, but tamper with it I must ...in order to
protect it.

DRAMATIC - THE SORCERESS reaches out...and puts both hands around the crystal.... She gets imbued with power and energy - fantastic FX, epic, cool magical force unleashed. THE POWER ORB flickers a bit, as if it's being drained.

EXT. CASTLE GRAYSKULL - CONT.

FOLLOW TRAPJAW as he zooms on his Terrordactyl and hits the forcefield with his bionic arm...He's repulsed and ZAPPED by fantastic energy and hurled backwards on his steed.

TRAPJAW - as he comes to rest hovering and pained, near Skeletor, who waits impatiently in his chariot, upon the same ridge.

TRIKLOPS flies in, scanning the forcefield with an optic ray.

TRIKLOPS

It's more powerful than anything I've ever seen.

SKEL is not discouraged -- in fact he's thrilled, realizes:

SKELETOR

There is but one power in the world capable of such mystic might. This proves it beyond any remaining shred of doubt: Grayskull is where the elders' great power resides!

INT. GRAYSKULL -CONT.

The SORCERESS at the window, holding out her hands for the force field, suddenly collapses.

EXT. GRAYSKULL - CONT.

EVIL-LYN zooms up abreast the others on her terrordactyl. She's getting a mystic "read" of the forcefield.

CLOSE ON SKELETOR - this is his finest hour. He's almost giddy.

SKELETOR

In a few more seconds...the power of the Elders will be mine!

HE-MAN (OS)



Why do you need a castle for, Skeletor?

Skeletor and his minions pivot to see...He-Man and the Masters coming charging in.

HE-MAN

You've already got your good looks...beautiful house made of bones...lava pool in the backyard.

ZOOM IN ON SKELETOR - as rage fills his face.

SKELETOR

Attaaaaack!

FIERCE BRIEF BATTLE between Masters and Skel-forces ensues:

HE-MAN balletically flips and WHOMPS back blasts from the flying TRI-KLOPS and EVIL-LYN with his shield and sword.

TRAPJAW divebombs on his Terrordactyl, CONCUSSIVE BLASTER poised....MAA lets loose with a mace blast...

TRADJAW - WHOMPED by the blast, goes flying off his 'dactyl & hurtling into BEASTMAN who's on his Terrordactyl.

TRAPJAW/BEASTMAN

<impact GRUNT>/Hey!

TEELA somersaults up onto a rise and valiantly duels, in her weakened state, against EVIL-LYN who swoops in and hovers on her 'dactyl.

TEELA does a fancy, deft spinning move & WHOMPS Evil-Lyn good, sending her packing, even as TEELA falls, weakened by the effort.

SKELETOR -- at the end of the cliff, scowls to see this is not going well.

MEKANEK'S neck is up and making a juicy target, luring TRIKLOPS who comes swooping down towards it. Mekanek retracts his neck at the last sec...revealing RAM MAN who rises up and give a "soccer headball" type WHOMP to Trapjaw's Terrordactyl, sending the 'dactyl reeling...

ON OUR HEROS - Skeletor's RAM CHARIOT comes charging towards our heros... MASTERS scatter at the last second...as the RAM CHARIOT plows its way thru -- Skel beating a hasty retreat.

TRIKLOPS - flying - sees SKELETOR vamoosing. He calls out:

WIDE - ALL THE WARRIOR fly off in retreat...flying above the galloping retreating Ram Chariot.

CUT TO: TEELA and MAA - The battle over, Teela turns to MAA.

TEELA

I want to enter the castle, father. I want to...see her.

MAA looks at her a beat, then nods his consent.

CUT TO: TEELA flies her Battle Hawk to the chasm, approaching the doorway. HOVERS there a BEAT, then the giant “drawbridge door” lowers down, as if the castle were welcoming her. Teela lands the Battle Hawk on it, gets out & starts walking.

OTS MAA and HE-MAN - and other Masters looking on, as Teela enters the castle in the b.g. <<The shot is reminiscent of the scientists watching Richard Dreyfuss enter the mothership at the climax of Close Encounters.>>>

INT. CASTLE - CONT.

WIDE DOWN SHOT - Teela enters the ruined “front room” - her voice echoing as she calls out. <SHOT is reminiscent of Randor calling out to the disappeared Elders and/or Zoar in the pilot, amidst the ruins of the Hall of Wisdom.>

TEELA

(calls) Hello... Are you here... Sorceress...

ON TEELA - just the sound of wind. There is no answer.

NEW ANGLE - TEELA - turning in slow circles. Unsure she’s talking to anyone, yet sensing that she’s being heard.

TEELA

(calls) I know it was your blood that gave me the telepathic powers. I sensed you wanted me to have them. (puzzled)...But then why are they fading away?

ON TEELA - a beat and then she spins around at the sudden sound of Sorceress’s pained, disembodied voice.

SORCERESS (VO)

They fade even as the blood from the transfusion fades. You were never meant to have them.

TEELA - turning again in slow circles -- unable to locate the voice. She's troubled...confused...vulnerable.

TEELA

No...That's not true. I can feel it. You're not telling me something.

SORCERESS (VO)

You do not understand. The reason I gave you my blood was because, I am the only one who could.

REVEAL - SORCERESS - behind a column, leaning against it, resting, anguished, unseen by Teela.

SORCERESS

(whispers to herself) I gave you life...again.

ON TEELA - confused.

TEELA

You talk in riddles. Just tell me...what's this all about...about...about?

But there is no answer this time, just silence. A beat, then TEELA hears the fluttering of falcon wings and sees the shadow of a pair of wings flying off deeper into the castle.

HOLD ON TEELA - Teela puts her hand to her heart, feeling it as she did earlier. PUSH IN ON TEELA'S FACE -- puzzled.

TEELA slowly exits towards the door of the castle, then crosses the threshold and steps onto the drawbridge and OS. HOLD ON SHOT...MAA steps from the shadows, having overheard. (but unseen by Teela.) He moves OS, into the castle.

INT. CRYSTAL CHAMBER - SECONDS LATER

SORCERESS is standing on one of the pedestals, deep in thought -- gazing at the power orb. We see it FLICKERS -- its power has been somewhat drained and it's struggling to renew itself. MAA approaches. As he speaks, the Sorceress doesn't even look up or react, continues gazing at the crystal, lost in her thoughts and memories.

MAN AT ARMS

You tapped into its power to protect Grayskull.

SORCERESS

(nods) It was a risk, but one that needed to be taken. I must protect Grayskull, at all costs.

MAA nods thoughtfully. He feels her pain now.

MAN AT ARMS

(gently) You've protected all of us. And the cost...has been dear. I see now the sacrifice you have made. Teela...

SORCERESS cuts in, unable to let him go on -- the subject too painful. She tries to be crisp and cool, but her trembling voices belies her words.

SORCERESS

--is my daughter. But I have my duty. Just as you...and she, have yours. The day will come when she will learn of her destiny and her history.

MAN AT ARMS

Will that day be soon?

SORCERESS - for the first time, she looks at MAA. She smiles sadly for a second.

SORCERESS

Perhaps. But, until then, to burden the child with knowledge beyond her ken is as cruel as burdening her with powers beyond her control.

MAA nods.

MAN AT ARMS

I understand that now. (gently) I was wrong. You do love her. More then you let on.

SORCERESS turns back to gaze at the crystal, as if to hide her sorrow, or to take warmth and comfort from its glow.

SORCERESS

No. (pause) I love her more than you can imagine.

And on that bittersweet note, CAMERA pulls back and we take in the wondrous sight of the crystal chamber and these two "parents", as we...



Ext. castle grayskull - CONT.

MAN AT ARMS

A parent's love for a child is the strongest
love imaginable. The sacrifices a parent will make for a
child are many and sometimes difficult indeed. Few have
ever had to make the kind of sacrifice that the Sorceress made
for Teela...Until next time!

FADE OUT.

THE END

